

AMENDMENT TO OIL AND GAS LEASE

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, Norman R. Johnson and Zelda M. Johnson as Trustees of the Johnson Family Trust, hereafter referred to as 'Lessor,' and FINLEY RESOURCES INC., hereafter referred to as 'Lessee', are parties to that certain Oil and Gas Lease dated October 13, 2008, and recorded as Instrument Number D208415956, of the Official Records of Tarrant County, Texas (the 'Lease'), which Lease Covers the following described lands:

0.4821 acres of land, more or less, described as Lots 23, 24, and 25, Block 42, of the Riverside Addition, Third Filing, an addition to the City of Fort Worth, Tarrant County, Texas, according to the Plat and Dedication recorded in Volume 204-A, Page 144, Plat Records, Tarrant County, Texas, and further described in that certain Special Warranty Deed dated January 11, 2000, by and between Norman R. Johnson as Grantor and The Johnson Family Trust as Grantee recorded at Volume 14184, Page 55, Official Public Records, Tarrant County, Texas.

WHEREAS, Lessor and Lessee recognize that said Lease is in full force and effect; and it is the desire of both Lessor and Lessee to amend said Lease in the manner provided hereinbelow.

NOW, THEREFORE, in consideration of the premises and other valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Lessor and Lessee agree to amend subsection A, B, and C of Section Three (3) by removing the word (Twenty Percent) "20%" and adding the word (Twenty-Five Percent) "25%" wherever it is mentioned so that the lines now read:

"(A) On oil, 25% of the value of that produced and saved from said land based upon the amount realized by Lessee from the sale thereof."

"(B) On gas, including casinghead gas or other gaseous or vaporous substances, produced from said land and processed in Lessee's own absorption or extraction plant or other plant for the extraction of liquid or liquefiable hydrocarbons therefrom or in such plant owned by an affiliate of Lessee or in which Lessee has a financial interest, by stock ownership or otherwise, or recovered therefrom by the use of a drip, separator, or dehydrator system or similar facility, the said Lessor shall be paid 25% part of the value of the gasoline, distillates, and all other liquid hydrocarbons or petroleum products extracted, absorbed, separated or saved therefrom; provided however, should such gas so produced and processed from said land be used and processed in a plant not owned by Lessee or an affiliate of Lessee or in which Lessee has no financial interest, by stock or otherwise, the said Lessor shall be paid 25% of the value of all such gasoline, distillates, and other liquid hydrocarbons and petroleum products less the proportionate part of the cost of such processing of same;"

"(C) On all residue gas and other gas, including casinghead gas, hydrocarbons and other gaseous substances, produced from said land and saved and marketed or utilized on or off the premises, the same to be delivered free of all costs into and through any and all gathering and/or transportation pipelines located on said land or lands pooled therewith owned or operated by Lessee, by stock ownership or otherwise, 25% of the same net amount received by Lessee from the sale or sales;"

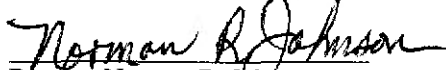
Lessor and Lessee hereby adopt, ratify and confirm said Lease as the same is hereby amended, and Lessor hereby grants, leases, and lets all of the acreage above-described and referred to unto Lessee subject to and under the terms and provisions of said Lease; and such Lease is expressly affirmed, ratified and declared to be effective and binding for all purposes as of the date hereof.

The provisions hereof shall extend to and be binding upon the heirs, successors, legal representatives and assigns of the parties executing the amendment

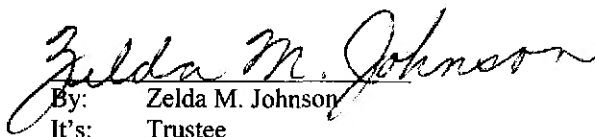
EXECUTED the 26th day of MARCH, 2009.

LESSOR:

THE JOHNSON FAMILY TRUST



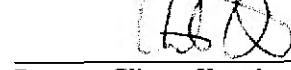
By: Norman R. Johnson
It's: Trustee



By: Zelda M. Johnson
It's: Trustee

LESSEE:

FINLEY RESOURCES INC.



By: Clinton Koerth
It's: Vice President

The State of Texas

County of Tarrant

Before me, the undersigned authority, on this 26th day of March, 2009 personally appeared **NORMAN R. JOHNSON** as trustee for THE JOHNSON FAMILY TRUST, and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

Given under my hand and seal of office this 26th day of March, 2009.

My commission expires:

April 14, 2009

Notary Public:

Martha S. Sullivan



The State of Texas

County of Tarrant

Before me, the undersigned authority, on this 26th day of March, 2009 personally appeared **ZELDA M. JOHNSON** as trustee for THE JOHNSON FAMILY TRUST, and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

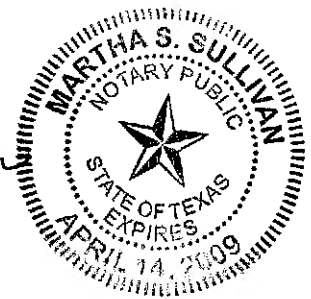
Given under my hand and seal of office this 26th day of March, 2009.

My commission expires:

April 14, 2009

Notary Public:

Martha S. Sullivan



The State of Texas

County of Tarrant

Before me, the undersigned authority, on this 1st day of APRIL, 2009 personally appeared **CLINTON KOERTH** as the VICE PRESIDENT of FINLEY RESOURCES INC, and acknowledged to me that he/she executed the same as his/her free and voluntary act and deed for the purpose and consideration therein expressed.

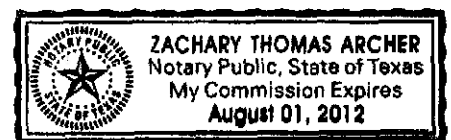
Given under my hand and seal of office this 1st day of April, 2009.

My commission expires:

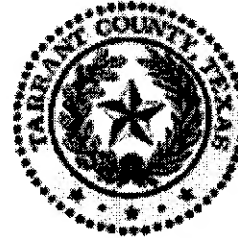
8/1/2012

Notary Public:

Zachary Thomas Archer



FINLEY RESOURCES
1308 LAKE STREET
FORT WORTH, TX
76102



FINLEY RESOURCES
1308 LAKE ST

FT WORTH TX 76102

Submitter: FINLEY RESOURCES

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 04/07/2009 02:50 PM
Instrument #: D209092809
LSE 3 PGS \$20.00

By: _____



D209092809

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

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